

**Downtown Whitewater, Inc.**  
**Board of Directors Meeting Minutes**  
**January 10, 2012 8:00 am**  
**Whitewater Municipal Building, 2<sup>nd</sup> Floor, Lakefront Room**  
**312 West Whitewater Street Whitewater, WI 53190**

**Board Members Present:** Jon Kachel, Geoff Hale, Kevin Brunner, Jim Miller, Dennis Salverson, Roni Telfer and Dave Saalsaa

**Board Members Absent:** Bud Gayhart, Bonnie Miller Nate Parrish

**Others:** David Stone

- **Approval of Agenda**

Motion by Roni Telfer to approve minutes, second by Dennis Salverson, Unanimous

- **Approval of Minutes for December 13, 2011 Minutes**

Motion by Dennis Salverson to approve minutes of December 13, 2011, Second by Roni Telfer with two Corrections, (Clemmons to Clements & Jon to John), Unanimous

- **President's Report (Hale)**

- **Fundraising**

Geoff will meet again with Mercy this month (January), Jon will contact Ron Binning to see if he will set up fundraising meeting for February, Dave Saalsaa reported that he has not heard back from Jim Schumacher and Kevin Brunner reported that Generac said no for a contribution because it doesn't fit within their mission and the 2<sup>nd</sup> Chance program. Tami will contact Linda Platner and work with her on trying to get an in-kind donation such as a generator or power washer to be used for fundraising.

- **501 C (3) Update with Whitewater Community Foundation**

Geoff met with the Whitewater Community Foundation and discussed the foundation continuing to be our conduit with donations until our 501 C (3) status is granted. Russ Devitt has requested that Downtown Whitewater, Inc. have Attorney's Mark Olm or Wally McDonell write a letter stating the Downtown Whitewater, Inc. has hired an attorney that specializes in 501 C (3) applications and that the organization (DTWW) is functioning as a 501 C (3) defined by the IRS. Tami will contact Melissa, the attorney for our 501 C (3) application and set up a meeting or conference call to discuss with Board how to proceed.

- **Treasures Report (Kachel)**

Motion by Jim Miller to approve Treasures Report and the Downtown Whitewater, Inc 2012 Budget, Second by Dave Saalsaa, Unanimous

- **International Economic Development Council IEDC**

- **Executive Director Professional Development**

Executive Director Tami Brodnicki presented a proposal to enroll in the International Economic Development Council Certification program. This program is intended to further professional development, learn best practices and gain tools to help your community. The DTWW budget provides a line item for professional development so Director can take further educational courses while working within the budget.

- **Approval of 2012 Budget**

Approved under Treasurers Report, see above

- **Memorandum of Understanding**

Kevin will draft a new Memorandum of Understanding between the City of Whitewater and Downtown Whitewater, Inc. to include, for clarity, the purpose of our organization and what our role is defined by our Mission Statement.

- **Website Maintenance and Development**

Roni Telfer will meet with Tami to discuss the Downtown Whitewater, Inc. website and then provide an outline of what is missing and/or needed to John Chenoweth to come up with a solution. If needed Tami will contact Laura Jacobs about possible intern.

- **Bylaw Changes for Directors Election**

Motion by Kevin Brunner to amend Article 8 Board of Directors, *Section 2 Composition* of the bylaws to read 4 members-at-large pending on board member Nate Parrish and his ability to make board meetings if switched from the second Tuesday of the every month to the first Tuesday of every month, Second by Jon Kachel, Unanimous

- **In-kind Donations**

Tami will create a policy for donations given to Downtown Whitewater, Inc. to provide delineation between a cash donation, an in-kind donation and an in-kind donation that can be counted as a cash donation and present to the board at the next regular schedule meeting for review and possible approval.

- **Executive Director Report (Brodnicki)**

- **Wisconsin State Awards**

Awards are due to the state by February 10, 2012 and any nominations should be completed and handed into Tami By January 27<sup>th</sup>, 2012. Board is expected to nominate Volunteer of the Year and Honorary Board Member

- **DTWW Annual Awards**

The DTWW Annual Meeting is Thursday March 8, 2012, 6 pm to 9 pm and will be located at the Lakefront Pub. The Annual Meeting will consist of board elections, annual update and an awards ceremony.

- **2011 Annual Report**

Tami will present Downtown Whitewater, Inc. Annual Report to City Council on February 7<sup>th</sup>, 2012

- **Committee Reports**

- **Design (Saalsaa)** - No meeting in December

- **Organization (Brodnicki)** - Organization Committee completed accreditation packet for state and is currently working on the annual report, annual meeting and the state awards

- **Economic Restructuring (Kachel)** - Josh Clements is putting together a list of educational workshops that are available to watch online or on DVD that can be shared with business owners

- Promotion (Brodnicki) – Promotion meeting has not taken place yet in January

- **Future Agenda Items**

Memorandum of Understanding between City of Whitewater and Downtown Whitewater, Inc. Fundraising, Website Maintenance, Downtown Whitewater, Inc. Donation Policy and Board of Directors Bylaw change for Financial, Community Member-at-Large positions and 501 C 3.

- **Adjourn Board Meeting**

**Next board meeting is Feb. 14, 2012 at 8:00 am at 312 West Whitewater Street, Whitewater, WI 53190**